

Director Development Programme - The Role of the Director and the Board



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Duration

Two teaching days

Validating Body

University of Chester

Overview

This interactive and engaging course will give participants an essential understanding of the key roles, duties and legal obligations of the director and the board. Underpinned by cutting-edge research, models and best practice, the course will explore good governance principles, provide up-to-date legal requirements and give directors a renewed confidence to strategically tackle the increasing challenges facing the boardroom.

The course will also cover specific roles in the boardroom such as chairperson, Non-Executive Director and company secretary. With this, participants will be encouraged to consider their own role within the board and the broader organisation. This will provide the opportunity to share, discuss and develop solutions to contemporary issues and challenges.

Through a mix of case studies, practical examples and real-life experience and knowledge from both the course leader and peers, participants will gain a thorough understanding of corporate governance and risk management.

This is one of five modules, which together make up the full Directors Development Programme. The module can be taken on its own or as part of the full programme. By attending this course, you will gain invaluable insights from industry experts into new ways of working, innovative concepts and the latest theories that can be applied instantly on returning to your own organisation.

The programme will give you the essential knowledge, skills and confidence to improve your performance as a director and, in turn, the performance of the board.

Who is this course for

Whether you are an experienced, long-serving director, newly appointed or an aspiring director, this course will give you a fresh and unique insight into an ever-growing role and responsibilities accompanying the position.

Benefits

This course is for you if you want to:

- Learn more about the role of the duties and legal obligations of the director and the board
- Gain insight into corporate governance
- Understand the Company Act 2016 and its implications for businesses
- Understand the difference between thinking strategically and operationally
- Increase confidence to challenge and influence board level decisions and company direction
- Learn strategies for shaping and influencing change and transformation

Learning Outcomes

On completion of this programme, you will gain:

- An understanding of the duties, roles and legal obligations of the director and the board
- An in-depth understanding of the Company Act 2006 and its implications for businesses, along with the legal and regulatory environment businesses must operate in
- Deep insight in to corporate governance and how it influences the responsibilities, accountabilities and activities of the board
- A recognition of the approach to take as a director, both in and out of the boardroom and how to improve personal effectiveness
- The ability to identify and understand the crucial differences between direction, management and ownership
- An understanding of how to identify good governance and interpret, assess, and manage corporate risk
- The ability to develop strategies and approaches for the effective management of stakeholders at board level
- Recognition of the importance and influence that corporate values have in the development of a successful, responsible and ethical business
- Increased confidence to challenge and influence board-level decisions and company direction

Accreditation

You can attend the Directors Development Programme 'Role of the Director and the Board' module on an accredited and non-accredited basis. Learners opting for the accredited route will complete this module as part of the full Directors Development Programme. On completion of all five modules, you can work towards achieving the PGCert in Strategic Leadership for Directors (60 credits).

The remaining modules are as follows:

- Director Development Programme – Advanced Leadership for Directors
- Director Development Programme – Finance for Non-Finance Directors
- Director Development Programme – Advanced Strategic Planning for Directors
- Director Development Programme – Strategic Marketing for Non-Marketing Directors

The Postgraduate Certificate

This PG Certificate in Strategic Leadership for Directors is accredited by the University of Chester and is a postgraduate qualification which sits between a degree and a masters. This is also an excellent route into a full masters, contributing 60 credits towards the 120 necessary for a masters. Students can pursue the full MBA with the University of Chester, following the PGCert, should they so wish.

Support and guidance

Students are provided with:

- Guidance from an experienced academic assessor
- Literature available through the University of Chester e-library
- A partner-specific Moodle page which is populated with course information, video content and useful resources
- Regular group workshops pertaining to various study skills

The assignments

Students will complete three assignments. Each is assessed through a work-based critically reflective essay or report. As it is work-based learning and the assessments can all be applied to the business situation/workplace, this then gives both the student and the wider organisation a chance to learn and adapt business practice.

Agenda

Session One: Corporate Governance and the Role of the Company Director and the Board

Key themes include:

- The role of the company director and board in corporate governance
- Best practice: a look at the corporate governance codes
- Delivering good corporate governance and meeting the legal and regulatory challenges: the need for robust internal processes and systems
- Establishing, communicating and monitoring controls
- Managing risk
- Managing compliance through effective auditing

Session Two: Review Powers, Liabilities and Statutory Responsibilities of Directors and the Board

Key themes include:

- What is a director? Understanding the different types
- The purpose and use of director service agreements
- Understanding board structure and committees
- Role and duties of the board: best practice principles
- Delegate powers and matters reserved for the board
- Establishing an effective board: purpose, policies and evaluation
- Introduction to the 2006 Companies Act and a review of Its Implications for company directors
- Liabilities and accountabilities of company directors
- Knowing the consequences of a breach of duty

Session Three: Focus on the Role of the Director in Relation to Other Corporate Stakeholders

Key themes include:

- Who are corporate stakeholders?
- Identifying and mapping stakeholders
- Strategic stakeholder management
- Developing and implementing the action plan
- Communicating with stakeholders: strategy and progress
- Managing stakeholder conflict

Agenda

Session Four: Review Key Legislation and Its Implications for Both Individual Directors and Corporate Liability

Key themes include:

- Overview of the regulatory and legal framework – insight in to the breadth of legislation impacting businesses including competition, health and safety, employment, corporate solvency, wrongful trading and contract law
- Review of the 2006 Companies Act and its implications on the board and the business
- International framework and EU directives
- Liabilities and accountabilities of company stakeholders
- Legal reporting requirements and the disclosure of information

Session Five: Corporate Risk Management

Key themes include:

- Understanding risk: what is risk?
- Identifying corporate risk
- Assessment, management, monitoring and risk reporting
- The risk culture: risk averse or risk taker
- Audit and risk committee
- Business continuity planning and crisis management

Next Steps:

Director Development Programme – Advanced Leadership for Directors

Director Development Programme – Finance for Non-Finance Directors

Director Development Programme – Advanced Strategic Planning for Directors

Director Development Programme – Strategic Marketing for Non-Marketing Directors

C-Suite Leaders Programme

Tutors

Stewart McCombe

Stewart has a career background in corporate banking, and is a highly-experienced commercial individual, who transitioned into the not-for-profit sector at the end of 2009. He now has a portfolio of chair, board and consultancy roles across not-for-profit organisations and SMEs.

Throughout his career, Stewart has developed a proven track record in the North West corporate market. In roles covering both relationship management and business development, his key skills of brokering and relationship building ensured the management of multiple stakeholders, at all times undertaken with outstanding levels of integrity. Core to his roles at Bank of Scotland were the management of key entrepreneur relationships for the bank.

In recent years, he has rapidly developed a profile in the not-for-profit sector, maintaining key board roles across a range of areas, including leisure and social care. Stewart has a range of financial, operational and strategic experience in the private, public and not-for-profit sectors, including charities, local authorities, banking and venture capital. Stewart is at ease in any environment, from start-up to public limited company boardroom.

Andy Bate

Andy is a qualified chartered accountant with more than 15 years' experience working in corporate finance and private equity organisations, where he did multiple merger and acquisitions and fundraising transactions and has sat on more than 15 boards.

He built his own businesses and is a founding partner of a fast-growing and successful e-commerce company. In 2019, he co-founded and launched an education software business which captures and evidences health and wellbeing in children. Andy is also a founding partner of the consultancy/operating partner arm of Gunner Cooke.

The vast amount of businesses Andy has appraised and worked with in his corporate finance and private equity career, coupled with his own early learning experiences and building and developing his own businesses, gives an invaluable insight into how businesses and boards should function.

Andy is incredibly energetic and hungry with a strong desire to succeed in any business he supports.

Tutors

Jeremy Earnshaw

Jeremy Earnshaw is a current portfolio Chief Financial Officer and a Fellow of the Institute of Chartered Accountants in England & Wales. Jeremy has been operating at Main Board C-Suite Chief Financial Officer level for over 25 years to date, having been one of the youngest PLC CFO's at age 29, leading a full IPO listing on the London Stock Exchange.

Working across multiple sectors including Housing, Healthcare, Pharmaceuticals, Printing, Retail Marketing, and Online E-Commerce, Jeremy is highly experienced on all Main Board and CFO matters, with specialisms in Funding, M & A, Stakeholder Communication and Value Creation. With international experience in Europe, North America and Asia, Jeremy's roles have always encompassed a wide range of responsibilities, including Legal, Governance, Risk, Financial PR and Procurement.

Using the vast experience gained in both growth markets and challenging downturns, Jeremy is also now a qualified, trained Executive Coach & Mentor with his own practice, and currently undertaking a part-time Postgraduate Masters Degree in Coaching & Mentoring at Newcastle University.

Jeremy is also helping other companies with his experience by adding NED roles to his portfolio, and he currently serves as Chair of Audit & Risk on the Board of Optoma, a €245m Revenue global leader in the production and distribution of Visual Display products. Additionally, he is a NED at Leeds & Yorkshire Housing Association, plus two Early-Stage technology-led businesses.

